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7 Counsel to the Official Committee of Unsecured Creditors

8 **UNITED STATES BANKRUPTCY COURT**
9 **SOUTHERN DISTRICT OF CALIFORNIA**

10 In re:

11 BORREGO COMMUNITY
12 HEALTH FOUNDATION,
13 Debtor and Debtor in
14 Possession.

Case No.: 22-02384-LT11

Chapter 11

15 **PACHULSKI STANG ZIEHL & JONES**
LLP'S FOURTH MONTHLY FEE
APPLICATION FOR ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD JANUARY 1, 2023 –
JANUARY 31, 2023

1 CSD 1143 (04/28/96)

2
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA

4 DEBTOR: Borrego Community Health Foundation

5 Petition Date: September 12, 2022

6 Case No: 22-02384

7
MONTHLY FEE APPLICATION SUMMARY

9 APPLICANT: Pachulski Stang Ziehl & Jones LLP

10 REPRESENTING: The Official Committee of Unsecured Creditors

11 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

13 CATEGORY	14 APPLICATION PERIOD: January 1, 2023 – 15 January 31, 2023	
	16 HOURS	17 AMOUNT REQUESTED
18 Asset Disposition	55.20	\$49,680.00
19 Bankruptcy Litigation	6.20	\$5,580.00
20 Case Administration	3.10	\$1,737.00
21 Claims Admin/Objections	8.00	\$7,200.00
22 Compensation of Professionals	3.80	\$2,326.50
23 Compensation of Professionals/Other	2.10	\$1,039.50
24 Employee Benefits/Pension	1.70	\$1,530.00
25 Executory Contracts	0.50	\$450.00
26 General Creditors Committee	8.20	\$7,096.50
27 Litigation/Non Bankruptcy	0.20	\$139.50
28 Operations	0.20	\$180.00
29 Plan & Disclosure Statement	0.50	\$450.00
30 Retention of Professionals/Other	0.10	\$90.00
TOTAL	89.80	\$77,499.00

MONTHLY FEE APPLICATION

Pachulski Stang Ziehl & Jones, LLP (“PSZJ” or the “Firm”) submits its Fourth Monthly Fee Application for Allowance and Payment of Interim Compensation and Reimbursement of Expenses (the “Application”) for the Period January 1, 2023 – January 31, 2023 (the “Application Period”). In support of the Application, PSZJ respectfully represents as follows:

1. The Firm is counsel to the Official Committee of Unsecured Creditors (the “Committee”). The Firm hereby applies to the Court for allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred during the Application Period.

2. The Firm billed a total of \$77,567.90 during the Application Period. The total fees represent 89.80 hours expended during the Application Period. These fees and expenses are broken down as follows:

Application Period	Fees	Expenses	Total
January 1, 2023 – January 31, 2023	\$77,499.00	\$68.90	\$77,567.90

3. Accordingly, the Firm seeks allowance of interim compensation in the total amount of \$62,068.10 at this time. This total is comprised as follows: \$61,999.20 (80% of the fees totaling \$77,499.00 for services rendered), plus \$68.90 (100% of the expenses incurred).

4. For the post-petition period, the Firm has been paid to date as follows:

Fee Period	Fees	Expenses	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$75,639.60	\$2,743.58	80% fees and 100% of Expenses
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$50,641.20	\$557.32	80% fees and 100% of Expenses
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$32,605.20	\$472.70	80% fees and 100% of Expenses
Total Paid to the Firm to Date			\$162,659.60

1 5. To date, the Firm is owed as follows (excluding amounts owed pursuant to
2 this Application):

Fee Period	Amount	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$18,909.90	20% fee holdback
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$12,660.30	20% fee holdback
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$8,151.30	20% fee holdback
Total Owed to the Firm to Date		\$39,721.50

10 6. Attached as **Exhibit “1”** hereto is the name of each professional who
11 performed services in connection with this case (the “Case”) during the Application
12 Period and the hourly rate for each such professional. Attached hereto as **Exhibit “2”**
13 is the detailed time and expense statements for the Application Period.

14 7. The Firm has served a copy of this Application on the United States
15 Trustee (the “U.S. Trustee”), the Debtor, counsel to the Debtor, counsel to the Patient
16 Care Ombudsman, the United States of America, and the State of California, and parties
17 requesting special notice (collectively, the “Notice Parties”). The Application was
18 mailed by first class mail, postage prepaid, on or about February 23, 2023. Notice of
19 the filing of this Application was served on the Notice Parties by first class mail, postage
20 prepaid, on or about February 23, 2023.

21 8. Pursuant to this Court’s *Order on Debtor’s Motion for Entry of an Order*
22 *Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement*
23 (the “Interim Compensation Procedures Order”) that was entered on or about December
24 15, 2022 [Docket No. 299], the Debtor is authorized to make the payment requested
25 herein with a further hearing or order of this Court unless an objection to this
26 Application is filed with the Court and served upon the Notice Parties within ten (10)
27 calendar days after the date of mailing of the Notice of this Application. If such an
28 objection is filed, the Debtor is authorized to pay 80% of the uncontested fees and 100%

of the uncontested expenses without further order of the Court. If no objection is filed, the Debtor is authorized to pay 80% of all fees requested in the Application and 100% of the uncontested expenses without further order of the Court.

9. The interim compensation and reimbursement of expenses sought in this Application is not final. Upon the conclusion of this Case, the Firm will seek fees and reimbursement of the expenses incurred for the totality of the services rendered in this Case. Any interim fees or reimbursement of expenses approved by this Court and received by the Firm will be credited against such final fees and expenses as may be allowed by this Court.

WHEREFORE, the Firm respectfully requests that the Debtor pay compensation to the Firm as requested herein pursuant to and in accordance with the terms of the Interim Compensation Procedures Order.

Dated: February 23, 2023

PACHULSKI STANG ZIEHL & JONES LLP

By /s/ Jeffrey N. Pomerantz
Jeffrey N. Pomerantz

Counsel to the Official Committee of Unsecured Creditors

EXHIBIT 1

EXHIBIT “1”

**Summary of Hours by Professional for Application Period
(January 1, 2023 – January 31, 2023)**

Name of Professional	Title	Hours	Rate	Total Billed
Pomerantz, Jeffrey N.	Partner	21.20	\$900.00	\$19,080.00
Kevane, Henry C.	Partner	25.50	\$900.00	\$22,950.00
Golden, Steven W.	Associate	34.90	\$900.00	\$31,410.00
Dassa, Beth D.	Paralegal	8.20	\$495.00	\$4,059.00
TOTAL		89.80		\$77,499.00

EXHIBIT 2

EXHIBIT “2”

**Detailed Time and Expense Statement for Application Period
(January 1, 2023 – January 31, 2023)**

Pachulski Stang Ziehl & Jones LLP

10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

January 31, 2023

JNP
Invoice 131816
Client 10283
Matter 00002
SWG

JNP

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 01/31/2023

FEES	\$77,499.00
EXPENSES	\$68.90
TOTAL CURRENT CHARGES	\$77,567.90
BALANCE FORWARD	\$72,799.40
LAST PAYMENT	\$33,077.90
TOTAL BALANCE DUE	\$117,289.40

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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
BDD	Dassa, Beth D.	Paralegal	495.00	8.20	\$4,059.00
HCK	Kevane, Henry C.	Partner	900.00	25.50	\$22,950.00
JNP	Pomerantz, Jeffrey N.	Partner	900.00	21.20	\$19,080.00
SWG	Golden, Steven W.	Associate	900.00	34.90	\$31,410.00
				89.80	\$77,499.00

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AD	Asset Disposition [B130]	55.20	\$49,680.00
BL	Bankruptcy Litigation [L430]	6.20	\$5,580.00
CA	Case Administration [B110]	3.10	\$1,737.00
CO	Claims Admin/Objections[B310]	8.00	\$7,200.00
CP	Compensation Prof. [B160]	3.80	\$2,326.50
CPO	Comp. of Prof./Others	2.10	\$1,039.50
EB	Employee Benefit/Pension-B220	1.70	\$1,530.00
EC	Executory Contracts [B185]	0.50	\$450.00
GC	General Creditors Comm. [B150]	8.20	\$7,096.50
LN	Litigation (Non-Bankruptcy)	0.20	\$139.50
OP	Operations [B210]	0.20	\$180.00
PD	Plan & Disclosure Stmt. [B320]	0.50	\$450.00
RPO	Ret. of Prof./Other	0.10	\$90.00
		89.80	\$77,499.00

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$66.00
Reproduction/ Scan Copy	\$2.90
	<hr/> \$68.90

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Disposition [B130]						
01/05/2023	JNP	AD	Review of various bids and emails with Steven W. Golden regarding same.	1.00	900.00	\$900.00
01/06/2023	JNP	AD	Conference with FTI and Steven W. Golden regarding sale process.	0.50	900.00	\$450.00
01/06/2023	JNP	AD	Conference with Steven W. Golden after all hands call regarding analysis of bids.	0.20	900.00	\$180.00
01/06/2023	JNP	AD	Conference with FTI Dentons, Ankura and Steven W. Golden regarding sale process .	0.80	900.00	\$720.00
01/06/2023	SWG	AD	Review numerous indications of interest received.	1.90	900.00	\$1,710.00
01/06/2023	SWG	AD	Participate in pre-call with PSZJ and FTI teams (.5); participate in call re: IOIs received with Debtor and Committee professionals (.8); post-calls with N. Ganti (.1) and J. Pomerantz (.2) re: same.	2.10	900.00	\$1,890.00
01/09/2023	JNP	AD	Conference with M. Bilbao regarding sale process.	0.10	900.00	\$90.00
01/09/2023	JNP	AD	Conference with M. Bilbao regarding strategy regarding sale process.	0.50	900.00	\$450.00
01/09/2023	JNP	AD	Conference with Steven W. Golden regarding bids questions.	0.30	900.00	\$270.00
01/09/2023	JNP	AD	Detailed review of proposal from bidder	0.40	900.00	\$360.00
01/09/2023	SWG	AD	Review and comment on FTI presentation to Committee re: sale process	0.20	900.00	\$180.00
01/09/2023	SWG	AD	Participate in call with FTI re: sale process.	0.30	900.00	\$270.00
01/09/2023	SWG	AD	Calls with T. Moyron (.2) and J. Pomerantz (.3) re: sale matters.	0.50	900.00	\$450.00
01/10/2023	SWG	AD	Call with N. Ganti re: sale process	0.20	900.00	\$180.00
01/11/2023	JNP	AD	Review Ankura bid summary.	0.30	900.00	\$270.00
01/11/2023	JNP	AD	Review draft of sale order.	0.30	900.00	\$270.00
01/12/2023	SWG	AD	Review and comment on form of sale order	0.30	900.00	\$270.00
01/13/2023	JNP	AD	Conference with Dentons, FTI and Steven W. Golden regarding status of bids and sale process.	1.00	900.00	\$900.00
01/13/2023	JNP	AD	Review email from T. Moyran regarding response to DCHS questions.	0.10	900.00	\$90.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/13/2023	JNP	AD	Review letter from bidder.	0.10	900.00	\$90.00
01/13/2023	SWG	AD	Call with Debtor's professionals re bids received	1.20	900.00	\$1,080.00
01/13/2023	SWG	AD	Call with N. Ganti re: asset sale matters	0.20	900.00	\$180.00
01/17/2023	JNP	AD	Conference with Ankura, FTI, Dentons and Steven W. Golden regarding sale process status and strategy.	0.80	900.00	\$720.00
01/17/2023	SWG	AD	Call with Debtor's professionals re: bid process.	0.70	900.00	\$630.00
01/18/2023	SWG	AD	Call with FTI team re: sale matters	0.30	900.00	\$270.00
01/20/2023	HCK	AD	Telephone call with S. Golden re Borrego IOIs and bids and transaction review.	0.20	900.00	\$180.00
01/20/2023	HCK	AD	Review sale motion and order and FD declaration.	1.20	900.00	\$1,080.00
01/20/2023	HCK	AD	Review comparison matrix of IOIs from Ankura.	0.80	900.00	\$720.00
01/20/2023	HCK	AD	Review leading IOIs from S. Golden and summarize key terms.	1.60	900.00	\$1,440.00
01/20/2023	HCK	AD	Memos to / from S. Golden re IOI comparison and follow-up responses from bidders to supplemental questions.	0.50	900.00	\$450.00
01/20/2023	JNP	AD	Conference with Dentons, Ankura, FTI and Steven W. Golden regarding sale process and recovery analysis.	0.90	900.00	\$810.00
01/20/2023	JNP	AD	Conference with Steven W. Golden after call with Debtor.	0.10	900.00	\$90.00
01/20/2023	JNP	AD	Conference with C. Zucker regarding sale process issues.	0.30	900.00	\$270.00
01/20/2023	JNP	AD	Conference with Steven W. Golden regarding bids.	0.10	900.00	\$90.00
01/20/2023	JNP	AD	Conference with M. Bilbao regarding sale process.	0.10	900.00	\$90.00
01/20/2023	JNP	AD	Conference with Steven W. Golden regarding transactional help to review bids.	0.10	900.00	\$90.00
01/20/2023	SWG	AD	Call with Debtor and Committee professionals re: sale process	0.90	900.00	\$810.00
01/20/2023	SWG	AD	Call with H. Kevane re: sale process	0.20	900.00	\$180.00
01/20/2023	SWG	AD	Call with Ankura re: bids received	0.40	900.00	\$360.00
01/20/2023	SWG	AD	Call with J. Pomerantz re: bidding information and deposits received	0.30	900.00	\$270.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/23/2023	HCK	AD	Further review IOIs and outline key terms.	0.80	900.00	\$720.00
01/23/2023	HCK	AD	Telephone call with S. Golden re qualified bids and background / case issues.	0.60	900.00	\$540.00
01/23/2023	HCK	AD	Memos to / from S. Golden and review qualified bids received today.	0.50	900.00	\$450.00
01/23/2023	JNP	AD	Review bidder response to questions.	0.10	900.00	\$90.00
01/23/2023	JNP	AD	Conference with Steven W. Golden regarding bidder response to questions.	0.10	900.00	\$90.00
01/23/2023	JNP	AD	Briefly review bids received by interested parties.	1.00	900.00	\$900.00
01/23/2023	SWG	AD	Call with D. Bernstein re: bidding process	0.20	900.00	\$180.00
01/23/2023	SWG	AD	Call with H. Kevane re: sale process and bids	0.60	900.00	\$540.00
01/24/2023	HCK	AD	Review S. Golden and J. Pomerantz qualified bid notes / table.	0.40	900.00	\$360.00
01/24/2023	HCK	AD	Review qualified bids and especially Alliance / Alta Med and San Diego redlines.	2.40	900.00	\$2,160.00
01/24/2023	HCK	AD	Telephone call with S. Golden re qualified bid comparison.	0.30	900.00	\$270.00
01/24/2023	HCK	AD	Conference call with J. Pomerantz, M. Bilbao and S. Golden re bid strategy.	0.50	900.00	\$450.00
01/24/2023	HCK	AD	Further review APA markups and draft / edit comparison chart.	1.60	900.00	\$1,440.00
01/24/2023	HCK	AD	Memos to / from S. Golden re revised DAP bid and review markup.	0.20	900.00	\$180.00
01/24/2023	JNP	AD	Continued review of Asset Purchase Agreements.	0.50	900.00	\$450.00
01/24/2023	JNP	AD	Conference with Steven W. Golden regarding bids, issues and strategy.	0.20	900.00	\$180.00
01/24/2023	JNP	AD	Conference with Henry C. Kevane, Steven W. Golden and M. Bilbao regarding bids and strategy.	0.60	900.00	\$540.00
01/24/2023	JNP	AD	Conference with M. Bilbao regarding sale strategy.	0.20	900.00	\$180.00
01/24/2023	JNP	AD	Review Ankura bidding analysis and comparison.	0.20	900.00	\$180.00
01/24/2023	SWG	AD	Initial review of submitted bids	1.30	900.00	\$1,170.00
01/24/2023	SWG	AD	Call with M. Bilbao re: bids received	0.20	900.00	\$180.00
01/24/2023	SWG	AD	Call with D. Bernstein re: bids received	0.30	900.00	\$270.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/24/2023	SWG	AD	Calls with J. Pomerantz (.2) and H. Kevane (.2) re: bids received	0.40	900.00	\$360.00
01/24/2023	SWG	AD	Call with M. Bilbao, H. Kevane, and J. Pomerantz re: bids received	0.60	900.00	\$540.00
01/25/2023	HCK	AD	Continue to review qualified bid APA redlines for potential stalking horse designation.	1.30	900.00	\$1,170.00
01/25/2023	HCK	AD	Further review DAP revised APA re operating losses.	0.40	900.00	\$360.00
01/25/2023	HCK	AD	Review Ankura bid comparison matrix and bidder analysis.	0.70	900.00	\$630.00
01/25/2023	HCK	AD	Review updated bid tracker from Ankura	0.20	900.00	\$180.00
01/25/2023	HCK	AD	Telephone call with S. Golden re qualified bid comparison and stalking horse selection.	0.40	900.00	\$360.00
01/26/2023	HCK	AD	Memos to / from S. Golden et al. re bid review pre-call.	0.20	900.00	\$180.00
01/26/2023	HCK	AD	Further review / compare qualified bids for stalking horse designation.	0.80	900.00	\$720.00
01/26/2023	HCK	AD	Telephone call with S. Golden re qualified bids evaluation.	0.40	900.00	\$360.00
01/26/2023	HCK	AD	Review Alliance APA for corrections / comments and annotate agreement for all-hands call.	0.60	900.00	\$540.00
01/26/2023	HCK	AD	Conference call with S. Golden, J. Pomerantz and FTI re pre-call discussion concerning qualified bids.	0.50	900.00	\$450.00
01/26/2023	HCK	AD	Follow-up with S. Golden re treatment of bid deposits and review edits of APA.	0.40	900.00	\$360.00
01/26/2023	HCK	AD	Memos to / from S. Golden re bid bullet points for Committee evaluation.	0.40	900.00	\$360.00
01/26/2023	HCK	AD	All-hands call with Debtor's counsel / advisors re qualified bid review and DHCS / HRSA update.	0.70	900.00	\$630.00
01/26/2023	HCK	AD	Review new bid resubmission.	0.20	900.00	\$180.00
01/26/2023	JNP	AD	Conference with Ankura, Dentons, FTI and Steven W. Golden regarding bidding process and strategy.	0.80	900.00	\$720.00
01/26/2023	JNP	AD	Conference with M. Bilbao and C. Zucker regarding bidding process.	0.20	900.00	\$180.00
01/26/2023	JNP	AD	Emails with Dentons regarding sale issues.	0.10	900.00	\$90.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/26/2023	JNP	AD	Conference with FTI, Henry C. Kevane and Steven W. Golden regarding bidding status and strategy.	0.60	900.00	\$540.00
01/26/2023	SWG	AD	Call with FTI team re: bid strategy	0.30	900.00	\$270.00
01/26/2023	SWG	AD	Call with T. Moyron re: bids received	0.20	900.00	\$180.00
01/26/2023	SWG	AD	Call with PSZJ and FTI teams re: bid strategy	0.50	900.00	\$450.00
01/26/2023	SWG	AD	Draft and send bullet-point bid summary to FTI	0.70	900.00	\$630.00
01/26/2023	SWG	AD	Call with Debtor and Committee professionals re: bids and sale strategy	0.80	900.00	\$720.00
01/27/2023	HCK	AD	Memos to / from S. Golden and M. Gray re overview of qualified bids for Committee.	0.50	900.00	\$450.00
01/27/2023	HCK	AD	Review / annotate DAP APA re clarifications.	0.30	900.00	\$270.00
01/27/2023	HCK	AD	Telephone calls with S. Golden re comments to DAP and review memo to S. Maizel and T. Moyron with markup.	0.60	900.00	\$540.00
01/30/2023	HCK	AD	Further review DAP APA re improvements and review other APA submissions re comparison of terms and conditions.	1.40	900.00	\$1,260.00
01/30/2023	JNP	AD	Emails regarding Asset Purchase Agreement.	0.10	900.00	\$90.00
01/30/2023	JNP	AD	Meeting with T. Moiran, L. Lee and C. Zucker regarding status of bid process.	0.50	900.00	\$450.00
01/31/2023	HCK	AD	Review Debtor's collective markup to APA and memos to / from S. Golden re same.	0.50	900.00	\$450.00
01/31/2023	HCK	AD	Further memos to / from S. Maizel and S. Golden re further redline and treatment of operating losses funding.	0.80	900.00	\$720.00
01/31/2023	HCK	AD	Analyze funding options for further revised APA.	0.60	900.00	\$540.00
01/31/2023	HCK	AD	Telephone calls with S. Golden re changes to APA and consolidated mark-up.	0.40	900.00	\$360.00
01/31/2023	HCK	AD	Memos to / from S. Maizel, et al. re operating cost funding mechanism and review APA redlines.	1.10	900.00	\$990.00
01/31/2023	HCK	AD	Memos to / from S. Maizel et al. re APA administrative expense for OPEX.	0.20	900.00	\$180.00
01/31/2023	HCK	AD	Briefly review markup to APA from Mr. Maizel.	0.30	900.00	\$270.00
01/31/2023	SWG	AD	Calls (2x) with H. Kevane re: stalking horse APA	0.40	900.00	\$360.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/31/2023	SWG	AD	Review further turn of stalking horse APA (.2) and email Debtor's counsel re: same (.1)	0.30	900.00	\$270.00
				55.20		\$49,680.00

Bankruptcy Litigation [L430]

01/02/2023	JNP	BL	Emails regarding call to discuss settlement status.	0.10	900.00	\$90.00
01/03/2023	JNP	BL	Conference with Dentons and Steven W. Golden regarding status and mediation and asset sale.	0.30	900.00	\$270.00
01/09/2023	JNP	BL	Emails regarding calls with Judge Montali.	0.10	900.00	\$90.00
01/10/2023	JNP	BL	Conference with Judge Montali, Steven W. Golden, T. Moyron and Samuel R. Maizel regarding settlement discussions and sale process.	0.50	900.00	\$450.00
01/10/2023	JNP	BL	Conference with Steven W. Golden after call with J. Montali regarding sale process and settlement.	0.10	900.00	\$90.00
01/10/2023	SWG	BL	Call with Judge Montali et al. re: mediation	0.50	900.00	\$450.00
01/13/2023	JNP	BL	Conference with J. Montali, DHCS, Debtor professionals and Steven W. Golden regarding sale process and settlement.	1.00	900.00	\$900.00
01/13/2023	JNP	BL	Conference with Steven W. Golden after meeting with DHCS.	0.20	900.00	\$180.00
01/13/2023	SWG	BL	Participate in mediation call with DHCS	1.00	900.00	\$900.00
01/13/2023	SWG	BL	Follow up call with J. Pomerantz re: settlement call with state	0.20	900.00	\$180.00
01/18/2023	SWG	BL	Attend hearing and status conference in case	1.00	900.00	\$900.00
01/19/2023	JNP	BL	Conference with Steven W. Golden (several) regarding recovery analysis, court hearing and related.	0.50	900.00	\$450.00
01/19/2023	JNP	BL	Review various versions of recovery analysis.	0.50	900.00	\$450.00
01/20/2023	JNP	BL	Conference with FTI and Steven W. Golden regarding financial analysis.	0.10	900.00	\$90.00
01/25/2023	JNP	BL	Conference with Steven W. Golden regarding call with DHCS regarding recoupment motion and status.	0.10	900.00	\$90.00
				6.20		\$5,580.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration [B110]						
01/03/2023	BDD	CA	Review docket and update critical dates memo re same (.70); email J. Pomerantz and S. Golden re same (.10)	0.80	495.00	\$396.00
01/03/2023	BDD	CA	Attend to calendaring matters with M. Kulick	0.20	495.00	\$99.00
01/09/2023	BDD	CA	Email S. Golden re 1/12 hearing	0.10	495.00	\$49.50
01/10/2023	BDD	CA	Call with R. Palluso re hearing on McKesson Motion for Admin Expenses and email J. Pomerantz and S. Golden re same (.20); email B. Anavim re same (.10)	0.30	495.00	\$148.50
01/16/2023	BDD	CA	Email S. Golden re 1/19 hearing	0.10	495.00	\$49.50
01/17/2023	BDD	CA	Email A. Thalassinos re 1/18 hearing and call to court clerk re same	0.10	495.00	\$49.50
01/19/2023	SWG	CA	Calls (2x) with J. Pomerantz re: yesterday's hearing	0.50	900.00	\$450.00
01/25/2023	BDD	CA	Review docket and update critical dates memo re same (.50); attend to calendaring matters re same (.10); email J. Pomerantz, T. Kapur and S. Golden re same (.10)	0.70	495.00	\$346.50
01/31/2023	BDD	CA	Review docket and update critical dates memo re same (.20); attend to calendaring matters re same (.10)	0.30	495.00	\$148.50
				3.10	\$1,737.00	

Claims Admin/Objections[B310]

01/18/2023	SWG	CO	Substantively review filed claims.	3.70	900.00	\$3,330.00
01/19/2023	SWG	CO	Conference with M. Gray re: claims universe	0.40	900.00	\$360.00
01/19/2023	SWG	CO	Continue review and reconciliation of claims register	1.80	900.00	\$1,620.00
01/19/2023	SWG	CO	Call with Ankura re: claims waterfall for mediation purposes	1.20	900.00	\$1,080.00
01/20/2023	JNP	CO	Conference with Steven W. Golden regarding financial analysis and claims estimation.	0.30	900.00	\$270.00
01/20/2023	SWG	CO	Call with J. Pomerantz re: GUC claims pool	0.30	900.00	\$270.00
01/20/2023	SWG	CO	Call with FTI re: claims reconciliation and waterfall analysis	0.30	900.00	\$270.00

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				8.00		\$7,200.00
Compensation Prof. [B160]						
01/11/2023	BDD	CP	Emails J. Pomerantz and S. Golden re PSZJ Oct and Nov fee statements	0.10	495.00	\$49.50
01/19/2023	SWG	CP	Review and edit PSZJ December invoice	0.90	900.00	\$810.00
01/20/2023	BDD	CP	Review Dec invoice in preparation for monthly fee statement and emails J. Pomerantz and S. Golden re same	0.30	495.00	\$148.50
01/23/2023	BDD	CP	Email J. Pomerantz re PSZJ Dec fee statement	0.10	495.00	\$49.50
01/24/2023	BDD	CP	Begin working on PSZJ December monthly fee statement (.40); email V. Arias re same (.10)	0.30	495.00	\$148.50
01/24/2023	BDD	CP	Prepare Notice of Filing of PSZJ Dec monthly fee application (.30) and email S. Golden re same (.10)	0.40	495.00	\$198.00
01/24/2023	BDD	CP	Continue working on PSZJ Dec monthly fee statement (.50) and email S. Golden re same (.10)	0.60	495.00	\$297.00
01/24/2023	BDD	CP	Email R. Rothman re PSZJ Dec fee statement	0.10	495.00	\$49.50
01/25/2023	JNP	CP	Review monthly statement for December bill.	0.10	900.00	\$90.00
01/25/2023	BDD	CP	Email S. Golden re PSZJ 3rd monthly fee statement	0.10	495.00	\$49.50
01/25/2023	BDD	CP	Email J. Pomerantz re PSZJ 3rd monthly fee statement	0.10	495.00	\$49.50
01/25/2023	BDD	CP	Email KCC re service of PSZJ 3rd monthly fee statement	0.10	495.00	\$49.50
01/25/2023	SWG	CP	Review PSZJ December fee statement	0.10	900.00	\$90.00
01/26/2023	BDD	CP	Email D. Ortiz re PSZJ Ledes files (Oct-Dec 2022)	0.10	495.00	\$49.50
01/26/2023	BDD	CP	Email S. Golden re LEDES files (Oct-Dec) for PSZJ & FTI	0.10	495.00	\$49.50
01/27/2023	BDD	CP	Email S. Golden re PSZJ and FTI LEDES files	0.10	495.00	\$49.50
01/27/2023	BDD	CP	Email N. Brown re PSZJ Dec monthly fee statement	0.10	495.00	\$49.50
01/27/2023	BDD	CP	Email D. Ortiz at UST's office re PSZJ LEDES files (Oct - Dec 2022)	0.10	495.00	\$49.50
				3.80		\$2,326.50

Comp. of Prof./Others

01/03/2023	BDD	CPO	Revisions to FTI's 1st & 2nd fee statements and	0.40	495.00	\$198.00
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			notices re same, and emails N. Brown re same			
01/03/2023	BDD	CPO	Email KCC re service of FTI Oct and Nov fee statements	0.10	495.00	\$49.50
01/19/2023	BDD	CPO	Email S. Golden re FTI Dec monthly fee statement	0.10	495.00	\$49.50
01/19/2023	BDD	CPO	Email C. Nelson and N. Ganti re FTI December fee statement	0.10	495.00	\$49.50
01/25/2023	BDD	CPO	Email N. Ganti re FTI December fee statement	0.10	495.00	\$49.50
01/26/2023	BDD	CPO	Email N. Ganti re FTI's Dec fee statement	0.10	495.00	\$49.50
01/26/2023	BDD	CPO	Review FTI Dec fee statement and email M. Gray re same	0.20	495.00	\$99.00
01/27/2023	BDD	CPO	Prepare Notice of FTI Dec fee statement and emails N. Brown re same	0.40	495.00	\$198.00
01/27/2023	BDD	CPO	Email C. Nelson re FTI Oct-Dec fee statements	0.10	495.00	\$49.50
01/27/2023	BDD	CPO	Review FTI finalized Dec fee statement/exhibits/notice, and emails to/call with N. Brown re same	0.30	495.00	\$148.50
01/27/2023	BDD	CPO	Email J. Thomson re service of FTI Dec fee statement/notice	0.10	495.00	\$49.50
01/30/2023	BDD	CPO	Email M. Gray re FTI LEDES files (Oct-Dec 2022)	0.10	495.00	\$49.50
				2.10	\$1,039.50	

Employee Benefit/Pension-B220

01/10/2023	JNP	EB	Review reply regarding objection to KEIP and KERP.	0.10	900.00	\$90.00
01/17/2023	JNP	EB	Conference with Steven W. Golden regarding tentative ruling on KEIP.	0.10	900.00	\$90.00
01/17/2023	SWG	EB	Call with Debtor's professionals re: KEIP Motion.	0.60	900.00	\$540.00
01/18/2023	SWG	EB	Call with N. Ganti re: KEIP Hearing	0.40	900.00	\$360.00
01/18/2023	SWG	EB	Call with Debtor's professionals re: KEIP in advance of hearing	0.50	900.00	\$450.00
				1.70	\$1,530.00	

Executory Contracts [B185]

01/17/2023	SWG	EC	Review Cure Notice	0.30	900.00	\$270.00
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/24/2023	SWG	EC	Call with Debtor's counsel and contract counterparty re: cure schedule	0.20	900.00	\$180.00
				0.50		\$450.00

General Creditors Comm. [B150]

01/09/2023	JNP	GC	Pre-call with FTI and Steven W. Golden.	0.40	900.00	\$360.00
01/09/2023	JNP	GC	Participate on committee call.	1.00	900.00	\$900.00
01/09/2023	SWG	GC	Participate in weekly Committee call	1.10	900.00	\$990.00
01/09/2023	SWG	GC	Pre-call with FTI and J. Pomerantz	0.40	900.00	\$360.00
01/11/2023	BDD	GC	Review docket and update critical dates memo re same (.60); email J. Pomerantz and S. Golden re same (.10)	0.70	495.00	\$346.50
01/16/2023	JNP	GC	Participate on committee call.	0.70	900.00	\$630.00
01/16/2023	SWG	GC	Participate in weekly Committee call	0.70	900.00	\$630.00
01/23/2023	SWG	GC	Call with Committee Member re: sale process	0.20	900.00	\$180.00
01/27/2023	JNP	GC	Review deck for committee meeting.	0.20	900.00	\$180.00
01/27/2023	JNP	GC	Conference with Steven W. Golden regarding FTI deck for committee meeting.	0.10	900.00	\$90.00
01/27/2023	JNP	GC	Participate in committee meeting.	1.10	900.00	\$990.00
01/27/2023	SWG	GC	Participate in weekly Committee call	1.10	900.00	\$990.00
01/27/2023	SWG	GC	Conference with J. Pomerantz regarding FTI deck for committee meeting	0.10	900.00	\$90.00
01/31/2023	SWG	GC	Draft and send email to Committee	0.10	900.00	\$90.00
01/31/2023	SWG	GC	Call with Committee member re: update on case matters	0.30	900.00	\$270.00
				8.20		\$7,096.50

Litigation (Non-Bankruptcy)

01/10/2023	JNP	LN	Review opposition to motion to amend complaint in Superior Court litigation against former insiders.	0.10	900.00	\$90.00
01/23/2023	BDD	LN	Email N. Brown re civil case docket updates	0.10	495.00	\$49.50
				0.20		\$139.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Operations [B210]						
01/12/2023	JNP	OP	Review Patient Ombudsman report.	0.10	900.00	\$90.00
01/13/2023	SWG	OP	Review Second PCO Report	0.10	900.00	\$90.00
				0.20		\$180.00
Plan & Disclosure Stmt. [B320]						
01/10/2023	JNP	PD	Review motion to extend exclusivity.	0.10	900.00	\$90.00
01/19/2023	SWG	PD	Call with T. Moyron re: plan process and recap of hearing	0.40	900.00	\$360.00
				0.50		\$450.00
Ret. of Prof./Other						
01/10/2023	JNP	RPO	Review debtor reply to opposition to motion to approve procedure for ordinary course professionals.	0.10	900.00	\$90.00
				0.10		\$90.00
TOTAL SERVICES FOR THIS MATTER:						\$77,499.00

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Expenses

01/03/2023	RE2	SCAN/COPY (29 @0.10 PER PG)	2.90
01/31/2023	PAC	Pacer - Court Research	66.00
Total Expenses for this Matter			\$68.90

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REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 01/31/2023

Total Fees	\$77,499.00
Total Expenses	68.90
Total Due on Current Invoice	\$77,567.90

Outstanding Balance from prior invoices as of 01/31/2023 (May not include recent payments)

A/R Bill Number	Invoice Date	Fees Billed	Expenses Billed	Balance Due
131394	10/31/2022	\$94,549.50	\$2,743.58	\$18,909.90
131451	11/30/2022	\$63,301.50	\$557.32	\$12,660.30
131594	12/31/2022	\$40,756.50	\$472.70	\$8,151.30

Total Amount Due on Current and Prior Invoices: **\$117,289.40**